

Davidson County Youth Soccer Association

ARTICLE 1. Name

- A. This organization shall be known as Davidson County Youth Soccer League (doing business as Davidson County Youth Soccer Association), hereinafter referred to as “DCYSA” or “Corporation”, as appropriate.

ARTICLE 2. Purpose

- A. DCYSA purpose is to instill good sportsmanship, self and community pride and provide players with the opportunity to play and learn the sport of organized soccer through education and development. DCYSA will encourage equal participation in accordance with a philosophy emphasizing the recreational aspects of the game.

ARTICLE 3. Affiliations

- A. The DCYSA shall maintain current affiliation with the North Carolina Youth Soccer Association (NCYSA) and any other association determined appropriate by the Executive Board.

ARTICLE 4. Offices

- A. The principal office of DCYSA (the “Corporation”) shall be located in the County of Davidson, State of North Carolina. The address of the principal office and the designation of the resident agent may be changed from time to time as authorized by the Executive Board, after filing the appropriate paperwork with the North Carolina Secretary of State, Corporations Division.

ARTICLE 5. Seasonal Playing Year, Fiscal Year and New Executive Board term.

- A. The seasonal year of DCYSA shall begin on the first day of August in each year and end on the last day of July in the following year.. The fiscal year shall be designated as beginning on August 1st each year, and concluding on July 31st of each year. The new Executive Board shall take office on September 1st of each year.

ARTICLE 6. Membership

- A. DCYSA members will be parents and/or guardians of all players registered directly with the DCYSA or via conduit registration with the DCYSA, will be considered members and votes will be allotted per Article 7.
- B. The DCYSA will not discriminate against any individual on the basis of race, color, religion, age, sex, or national origin.
- C. Membership shall be by annual registration.

- D. All members shall abide by the Constitution and Bylaws of this Association, the Code of Conduct, the regulations and by-laws of the NCYSA, and all North Carolina and federal law.
- E. A member shall be deemed to have his or her membership terminated if he or she;
 - a. Withdraws from DCYSA.
 - b. By personal or business conduct, violates any part of the By-Laws or rules and regulations of the DCYSA or NCYSA may be expelled from membership by a majority vote of the Executive Board.
 - c. Take part in any conduct which does, or may, in the opinion of the Executive Board, bring the game into disrepute. Action requires a majority vote of the Executive Board.
 - d. Is convicted of any felony.
 - e. Is convicted of any misdemeanor involving an act of violence and crimes against children.
 - f. If the majority of the Executive Board vote to remove the member from DCYSA. If the member is removed, that person is barred from being at any facility used by DCYSA for meetings or events, including their own child or step-child's events. The written decision of the Executive Board shall constitute a trespass notice to establish the elements of the crime of Trespassing under North Carolina law.

ARTICLE 7. Voting Rights

- A. Members who are in good standing with DCYSA shall have the right to vote at the Annual General Meeting (AGM) and any special meeting of the membership of the DCYSA. A family with a child that is a player in good standing and that is actively participating in a sport or signed up for an upcoming sport shall have a vote. A family unit of one player shall be allowed one vote, two players shall have two votes, and so on for each ballot issue and nominated position. Votes may be submitted in person or on an official ballot form prior to the meeting if available.

ARTICLE 8. Dissolution

- A. Upon the dissolution of the corporation, the Executive Board (which is the Corporation's Board of Directors) shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for religious, charitable, educational, scientific or literary purposes as shall at the

time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code as the Executive Board shall determine, or to federal, state, or local governments to be used exclusively for public purposes. Any such assets not so disposed of shall be disposed of by the Superior Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, such as the court shall determine, which are organized and operated exclusively for such purposes, or to such governments for such purposes.

Upon dissolution, after all liabilities are paid the remaining balance will be split equally between all full member active booster clubs and distributed to the clubs provided they have a 501(c)(3) designation at the time of the dissolution. If any full member active booster club does not have 501(c)(3) designation at the time of dissolution their portion will be donated to the charity of their choosing provided the charity provides documentation that they have a current 501(c)(3) designation at time of distribution. At the time of this filing full member active booster clubs are Arcadia, Churchland, Davis-Townsend, Fairgrove, Midway, Reeds, South Davidson, Southwood / Southmont, and Welcome Booster Club. Future clubs may be added per the bylaws of the DCYSA.

ARTICLE 9. Meetings

- A. All meetings of members shall be held at the principal office of the Corporation.
- B. Unless otherwise provided by the Executive Board, the Executive Board shall meet at least as often as once each fiscal quarter, on the dates and at the time established as customary by the Executive Board.
- C. Regular monthly meetings shall be conducted on the first Thursday of each month at the principal office of the Corporation.
- D. At all meetings, other than the Annual General Meeting (AGM), the voting bloc shall consist of one vote on behalf of the entire Executive Board, and one vote from each of the Community Liaisons. In the event of a tie, the tiebreaker vote shall be lodged by the Executive Director.
- E. Special Meetings, special meetings of the Executive Board, special meetings of the designated officers may be called by or at the request of the President or any three (3) officers designated under Article 14. Such meetings shall be held at the principal office of the Corporation. The discussion of every meeting shall be recorded by the Secretary, or a designee of the Secretary if the Secretary is unavailable.
- F. The annual meeting of members shall be held at the designated location within one hundred and twenty (120) days of the close of each fiscal year and at a date and an hour fixed by the Executive Board for the purpose of the election of the Executive Board and officers that may be elected, in accordance with these

by-laws, by the members of the Corporation and for the transaction properly brought before the meeting.

- The Agenda for the Annual General Meeting (AGM) shall be published and present. The AGM shall be governed by Robert's Rule of Order.
- Business at the Annual General Meeting will be the election of representatives to the Executive Board and such officers that may be elected, in accordance with these by-laws. Executive Board Members will take office September 1st.

G. If the annual meeting shall not be held during the period established in article 9:B, a substitute annual meeting may be called in accordance with the provisions of article 10:D or as provided by the Act. A meeting so called shall be designated and treated for all purposes as the annual meeting.

H. The Executive Board may call a special meeting of the membership at any such time, as the Executive Board may call a special meeting of the membership at any such time, as the Executive Board deems necessary, with written notice of the meeting disseminated in hard copy, or electronic mail format.

I. Notice of meetings: The DCYSA shall give notice to all members entitled to vote at the meeting of the place, date, and time of each annual, regular, and special meeting of members no fewer than 10 days, or, if notice is mailed by other than first class, registered or certified mail, no fewer than 30 days, nor more than 60 days before the meeting date. This includes AGM, and also any special meetings called per 9:F. Such notice may be sent in hard copy and / or electronic mail.

J. The Annual General Meeting (AGM) shall be allowed to be conducted via video conferencing platforms / online virtual meeting platforms to allow for individuals to participate in the meetings. Voting members of the DCYSA shall be informed of the video / virtual platform used by the DCYSA board, and allowed to join this meeting. Any voting member that has joined the meeting shall count toward the quorum requirements set forth in Article 10.

ARTICLE 10. Quorum

A. At all regular monthly meetings of the Executive Board (and special meetings called by the officers), the presence of at least 33.3% members of the Executive Board shall be necessary and sufficient to constitute a quorum for the transaction of business, in addition to at least 30% of the Community Liaisons.

B. A quorum of five percent (5%) of the members shall be required to conduct official association business at the annual general meeting.

C. Once a member is represented for any purpose at a meeting, he or she is

deemed present for the remainder of the meeting and any adjournment thereof.

- D. A majority of the directors present at the time and place of any regular or special meeting, although less than a quorum, may adjourn the same from time to time without notice until a quorum shall be present but in no event longer than forty-eight (48) hours.

ARTICLE 11. Proxies

- A. Board Meetings: An Officer may appoint one agent authorized by a proxy in a written form, and executed by the member or by the member's duly authorized attorney-in-fact to vote for him or her at a meeting of members. An appointment of proxy is effective when received by the Secretary of the Corporation or other officer authorized to tabulate votes. An appointment of proxy is not valid after the expiration of eleven (11) months from the date it is deemed effective unless the person executing it expressly specifies therein the length of time of which it is to continue in force or limits its use to a particular meeting. An appointment of proxy is revocable by the member unless the appointment form conspicuously states that it is irrevocable and the appointment form is "coupled with an interest" as provided in the Act. No member may carry more than (1) one proxy at any single meeting.
- B. Annual General Meeting: No Vote by proxy will be permitted at the Annual General Meeting (AGM). All members wishing to vote on officers must be present.

ARTICLE 12. Presiding Officer

- A. The President shall preside at the members' meeting. In the President's absence, the provisions of the Vice President, and the Secretary (in such order), shall control. If there are no persons holding such offices or if the Executive Board shall determine to alter such succession order, the person selected to preside by a majority of the directors present or participating in a meeting at which such designation is necessary.
- B. The Secretary or, in the absence of the Secretary, any person designated by the President shall act as secretary of such meetings.

ARTICLE 13. Governing Authority

- A. The Executive Board shall be made up of elected officers of the DCYSA and are as follows:
 - a. President
 - b. Vice President
 - c. Secretary
 - d. Treasurer

- B. The Executive Board shall be made up of elected officers and the election of officers shall take place annually during the annual general meeting (see Article 9:B). A simple majority of eligible “voting members” present at the annual meeting will determine the result of the elections for positions on the Executive Board.
- C. Any member of the Executive Board who is absent without an excusable cause from three (3) consecutive meetings within a calendar year, shall thereby forfeit his or her right to hold office as a director for the unexpired term. Removal may be accomplished by a majority vote of an established quorum of the membership after a meeting is held with all parties concerned. Notification of removal may be done in writing.

ARTICLE 14. Positions/Officers

DCYSA's other officers may also consist of, and may include one or more Vice Presidents, one or more Assistant Treasures, and one or more Assistant Secretaries, and such other titled officers as may be deemed necessary or advisable by the President, each of which officers or assistant officers thereto shall have such powers as may be delegated to them by the President. However, no person on the Executive Board, including the President, may act as a Community Liaison. Any two or more offices may be held by the same person but no officer may act in more than one capacity where action of two or more officers is required. The Executive Board individual members, and all Officers, shall be allowed to vote in their individual capacities at the AGM, should they qualify by being a parent of a player in good standing and that is actively participating in a sport or signed up for an upcoming sport shall have a vote.

A. Executive Board Officers

1. **President** (voting member only in the event of a tie) - The President will be the chief executive officer of the DCYSA and will have general and active management of the activities of the DCYSA. The President will see that all orders and resolutions of the Executive Board are carried into effect. The President will execute all authorized conveyances, contracts or other obligations in the name of the DCYSA except where required by law to be otherwise signed and executed and except where the signing and execution is expressly delegated by the Directors to some other person. The President will preside at meetings of the Executive Board; will submit an annual report on the operations of the DCYSA at the Annual Meeting; will enforce the DCYSA Bylaws, Rules and Guidelines; will be an ex-officio member of all committees and shall be notified of all committee meetings; and shall be responsible, along with the Secretary, for the adding of documents to, the safe keeping of and the storage of the Association's

archive materials.

2. **Vice President** (voting member)- The Vice President will, in the absence or disability of the President, perform the duties and exercise the powers of the President. The Vice President will serve as the Association's delegate to the NCYSA; and will perform any other duties prescribed by the Executive Board or the President.
3. **Treasurer** (voting member) - The Treasurer will oversee the financial activities of the DCYSA. The Treasurer will perform all duties incident to the office of Treasurer and other administrative duties as may be prescribed by the Executive Board. All books, papers, vouchers, money and other property of whatever kind belonging to the DCYSA which are in the Treasurer's possession or under his or her control will be returned to the DCYSA at the time of his or her death, resignation or removal from office.
4. **Secretary** (voting member) - The Secretary will attend all meetings and record the minutes of all proceedings to be kept for that purpose. The Secretary will give or cause to be given notice of all meetings of the Executive Board for which notice may be required; will serve as the credentials officer for meetings; will be responsible for the recording of revisions to and publishing of the Bylaws, Rules and Guidelines; and will perform any other duties prescribed by the Executive Board. The Secretary will also be responsible for ensuring that all appropriate records for the NCYSA are in order.

B. Other Officers

1. **Director of DCYSA** (non-voting member) – This person shall be responsible for overseeing the entire works of the DCYSA, including but not limited to the Executive Board, community liaisons, parents / members, players, and member booster clubs. This role shall be of an ombudsman, to ensure proper administration of all NCYSA policies, procedures, and by-laws. The Director of DCYSA is selected by the Executive Board, and is not required to have a child participating in any sport sponsored by DCYSA. This is not a voting position, unless it is to break a tie pursuant to Article 9, above.
2. **Associate Director of DCYSA** (non-voting member) – This person may be selected by the Director to assist in the obligations of the Director. This position is not required to have a child participating in any sport sponsored by DCYSA.
3. **The Fields Coordinator** (non-voting member) – The Field Coordinator will ensure that the DCYSA fields are in compliance with the NCYSA regulations.

4. **The Head Registrar** (non-voting member) – The Registrar will register players and coaches with NCYSA. Maintain a roster of insured players and coaches. Be knowledgeable of all registration events. Supply information to other Coordinators as requested regarding teams and coaches. A fee may be collected if registration runs after deadlines set by the Executive Board. This would be set and voted on, as well as documented in minutes.
5. **The Certified Referee Assignor** (non-voting member) – The Referee Assignor shall disseminate all pertinent information to the referees to aid them in their responsibilities. This position must be certified through the North Carolina Soccer Referee Association. This position shall be responsible for assigning all on-field game officials (referees, umpires, judges, etc.) to all DCYSA recreation and classic (home games only) games and matches Compensation shall be established by the Executive Board.
6. **The Discipline and Appeals Coordinator** (non-voting member) – The Discipline and Appeals Coordinator will have jurisdiction over matters evolving out of the day-to-day operation of the DCYSA program deemed by the DCYSA President not to warrant consideration of the full DCYSA Executive Board. Decisions and other actions by the D&A Coordinator may be appealed, but only to the full DCYSA Executive Board. Any such appeal must be in writing, and delivered to the President of DCYSA within seven (7) days of the decision by the Discipline and Appeals Coordinator. Such appeal must set forth the factors upon which the Executive Board should reverse the decision of the Discipline and Appeals Coordinator. The parent shall be allowed to supplement this writing with additional factors, but must do so more than forty-eight (48) hours prior to the meeting of the Executive Board to discuss the appeal.
 - This position is appointed by the President, and may be removed by two-thirds (2/3) majority vote of an established quorum of the combination of the executive and community liaison boards after a meeting is held with all parties concerned. Notification of a vote for removal must be done in writing, which may be electronic (email or text) or in hard copy.
7. **The Discipline and Appeals Co-Coordinator** (non-voting member) – The Discipline and Appeals Co-Coordinator shall work to assist the Discipline and Appeals Coordinator. This Co-Coordinator will have jurisdiction over matters evolving out of the day-to-day operation of the DCYSA program deemed by the DCYSA President not to warrant consideration of the full DCYSA Executive Board, but shall only act when designated by the Coordinator, or in such times as the Coordinator may be unable to discharge the duties of the Coordinator office. Decisions and other actions by the D&A Co-Coordinator may be appealed, but only to the full

DCYSA Executive Board. Any such appeal must be in writing, and delivered to the President of DCYSA within seven (7) days of the decision by the Discipline and Appeals Coordinator. Such an appeal must set forth the factors upon which the Executive Board should reverse the decision of the Discipline and Appeals Co-Coordinator. The parent shall be allowed to supplement this writing with additional factors, but must do so more than forty-eight (48) hours prior to the meeting of the Executive Board to discuss the appeal.

- This position is appointed by the President, and may be removed by two-thirds (2/3) majority vote of an established quorum of the combination of the executive and community liaison boards after a meeting is held with all parties concerned. Notification of a vote for removal must be done in writing, which may be electronic (email or text) or in hard copy.
8. **Community Liaisons** (voting members) – The Community Liaisons will be the voice of the community in which they are a member of the community boosters club. Each community will have one liaison, selected by the respective booster club the liaison represents. The Community Liaisons are responsible for attending monthly community booster club meetings, and team meetings thus reporting information to and from the DCYSA meetings.
- Additionally, Community Liaisons shall ensure that each booster club is following the rules of DCYSA and / or NCYSA, and shall report to the Executive Board of DCYSA if the booster club is not conforming to the applicable rules.
 - The Community Liaison is the contact for communication between the coaches of the respective teams, and the DCYSA Executive Board. The Community Liaisons shall keep regular communication with coaches of active teams, or teams that will begin recruitment or practicing.
 - Each Community Liaison shall have one vote at the monthly meetings, and special meetings, as set forth above.
 - Any Community Liaison who is absent without an excusable cause from three (3) consecutive meetings within a calendar year, shall thereby forfeit his or her right to hold office as a Community Liaison for the unexpired term. Removal may be accomplished by a majority vote of an established quorum of the membership after a meeting is held with all parties concerned. Notification of a vote for removal must be done in writing, which may be electronic (email or text) or in hard copy. Other means may be sought after by the Executive Board of

DCYSA to request a replacement of the Community Liaison rather than the Community losing their representative, thus their voting rights. This is solely up to the Executive Board and communicated with the Community Booster Club, which may be electronic (email or text) or in hard copy.

9. **The Risk Management Coordinator** (non-voting member) – The Risk Management Coordinator is in direct contact with the NCYSA Risk Management Administrators. Each Liaison is issued an ID and PW to access the risk management database. DCYSA presidents are also issued an ID and PW to the database and can assume the same responsibilities as the liaison if need be.
10. **Online Affairs Director** (non-voting member) – The Online Affairs Director shall be responsible for all online activities of DCYSA. This shall include, but is not limited to, Facebook, Twitter, Instagram, and any other internet or online presence. This person shall be responsible for the selection of the video conferencing platform(s) for online AGMs. This person need not be a member of DCYSA, and may be hired and compensated as a consultant, upon the majority vote of the Executive Board and the Community Liaisons. Any such agreement to hire an Online Affairs Director, and the rate of compensation, shall be in writing, and shall last in duration for no more than 12 months, although such contract may contain a 12 month renewal clause that may be renewed by a majority vote of the Executive Board and the Community Liaisons. This contract may be signed by the chief officer of DCYSA, which shall be designated as the President, but only after the contract is ratified as set forth herein.

ARTICLE 15. Nomination and Election of Executive Board and Officers.

- A. Nominations of persons for election as at large directors to the Executive Board (which shall act as the Board of Directors of the Corporation) at a meeting of the members held to elect at large directors may be made by or at the direction of the Executive Board or may be made at such members' meeting by any member of the Corporation entitled to vote for the election of at large directors at such meeting who complies with the notice procedures set forth in this Article 15. Such nominations, other than those made by or at the direction of the Executive Board, shall be made pursuant to timely notice in writing to the Secretary of the Corporation. To be timely, a member's notice must be received at the principal office of the Corporation not less than ninety (90) days nor more than One Hundred Twenty (120) days prior to the members' meeting; provided, however, that in the event that such applicable members' meeting is not an annual meeting of members, notice by the member to be timely must be so received no later than the close of business on the tenth (10th) day following the day on which such notice of the date of the members' meeting was mailed or public disclosure of such meeting was made, whichever first occurs.

Such member' notice to the Secretary shall set forth (a) as to each person whom the member proposes to nominate for election as an at large director, (i) the name, age, business address and residence address of the person, (ii) the principal occupation or employment of the person, and (iii) a detailed discussion of the person's involvement in youth soccer activities. The Corporation may require any proposed nominee to furnish such other information as may reasonably be required by the Corporation to determine the eligibility of such proposed nominee to serve as an at large director of the Corporation. No person shall be eligible for election as an at-large director of the Corporation at a members' meeting unless nominated in accordance with the procedures set forth herein. The President shall, if the facts warrant, determine and declare to the members' meeting that a nomination was not made in accordance with the foregoing procedure and, accordingly, shall be disregarded. The at-large director of each class shall be elected at the applicable annual meeting of the members, and those persons who receive a plurality of the votes cast by the members entitled to vote in the election of directors at such meeting shall be deemed to have been elected.

ARTICLE16. Committees

- A. A majority of the Executive Board may, at their discretion, charter committees to handle projects, or tasks as necessary. When a committee is proposed, the purpose, scope, chair, membership and length of time the committee will exist must be outlined in the charter before it is voted upon. Committees may be dissolved by the affirmative vote of sixty-six percent (66%) of the Executive Board or when their work is complete in accordance to their charter.

ARTICLE17. Rules of Conduct for Members and Coaches

- A. Members will conduct themselves in a courteous manner before, during and after games. Coaches will make a reasonable effort to control unruly crowds or spectators. No member will in any way attempt to recruit any child to play for his/her DCYSA team from another DCYSA team for the current or a future season. A coach may attempt to persuade non-members to join and play with DCYSA in the spirit of promoting youth soccer and DCYSA. Any violation of this standing rule will automatically suspend said coach from the full season for which the team is being created. Everyone will abide by the ZERO TOLERANCE POLICY set forth by DCYSA. Coaches are permitted to have other individuals assist in the coaching of their respective teams. However, such persons must not have been barred from another youth sports organization, have a felony conviction, have a misdemeanor conviction for a crime of violence or battery, be subject to a current Domestic Violence Protective Order, or have a pending charge related to any crime against a child.

- B. Members shall be allowed to be removed as members of DCYSA, regardless of the participation of their child or step-child in any activities, and permanently barred from the facilities used by DCYSA, upon the majority vote of the Executive Committee. Notification of a vote for removal must be done in writing, which may be electronic (email or text) or in hard copy. A person that has had his / her membership revoked shall be allowed to submit an application to the Executive Board for reinstatement, but that application cannot be made for a minimum term of twenty-four months after their membership is revoked. There is no obligation for the Executive Board to approve this reinstatement, and any vote to allow or deny reinstatement shall be done by majority vote with a sufficient quorum present.